

Division of Corporations

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Florida Department of State

Division of Corporations

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From:

Account Name : KIRKPATRICK & LOCHART
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LIMITED LIABILITY COMPANY

The OCT Investment Group, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION
OF THE OCT INVESTMENT GROUP, L.L.C.**

The undersigned, acting as organizer and authorized representative of a member of The OCT Investment Group, L.L.C., under Section 608.407 of the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization:

ARTICLE I — Name:

The name of the limited liability company is "The OCT Investment Group, L.L.C." (the "Company").

ARTICLE II — Address:

The mailing address and street address of the principal office of the Company is:

4950 Communication Avenue, Suite 900
Boca Raton, FL 33431

ARTICLE III — Duration:

Except as provided in the Company's Operating Agreement, the duration shall be perpetual.

ARTICLE IV — Dissolution:

Pursuant to Florida Statutes § 608.441, the Company's business shall continue as provided in the Operating Agreement notwithstanding the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or upon the occurrence of any other event which terminates the continued membership of Member in the Company.

ARTICLE V — Registered Agent and Office:

The name and street address of the Company's initial registered agent for service of process in the state is:

Rebecca L. Hamilton
4950 Communication Avenue, Suite 900
Boca Raton, FL 33431

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SECRETARY OF STATE
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The management of the Company is reserved to its Members.

ARTICLE VII — Purpose and Powers:

The Company is organized with a general business purpose, except as limited by the Operating Agreement, has all powers provided by law and may use those powers to engage in any activities or business permitted under the laws of the United States, the State of Florida or otherwise.

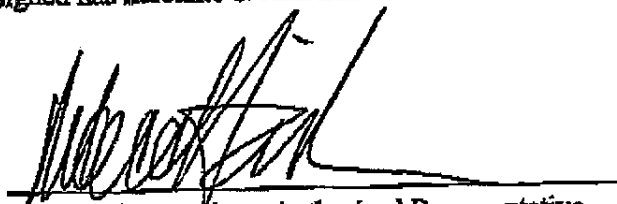
ARTICLE VIII — Admission of New Members:

The Company may admit new Members only upon the approval of all current Members, provided that each new Member assents to the terms of and executes the Operating Agreement.

ARTICLE IX — Amendment of Articles of Organization and Operating Agreement:

Except as otherwise provided in the Operating Agreement, these Articles of Organization and the Operating Agreement may only be amended by a vote of the Members who hold at least 75% of the then-outstanding membership units of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal this 21st day of May, 2001.


Rebecca L. Hamilton, Authorized Representative

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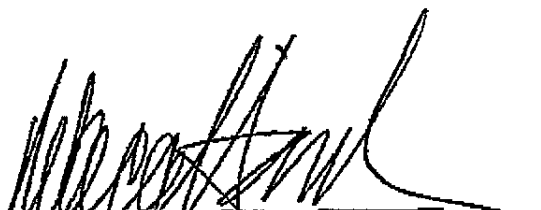
CERTIFICATE OF REGISTERED AGENT

OF

THE OCT INVESTMENT GROUP, L.L.C.

Having been named to accept service of process for The OCT Investment Group, L.L.C. at the place designated in the foregoing Articles of Organization, I accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions all statutes relating to the proper and complete performance of my duties, and I am familiar with the and accept the obligations of my position as registered agent.

DATE: May 21, 2001


Rebecca L. Hamilton